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16th August 2002

The Morgan Crucible Company plc

02049551

Office of International Corporate Fin Division of Corporation Finance Securities and Exchange Commission 450 Fifth Street, N.W. Washington, DC 20549 Morgan House, Madeira Walk, Windsor, Berkshire SL4 1EP Telephone: 01753 837000 Telefax: 01753 850872

DX No. 3824

www.morgancrucible.com

Re: The Morgan Crucible Company plc – File No. 82-3387

Ladies and Gentlemen:

The enclosed material is furnished pursuant to Rule 12g3-2(b) on behalf of The Morgan Crucible Company plc (the 'Company'), File No.82-3387.

Such material shall not be deemed to be 'filed' with the Securities and Exchange Commission or otherwise subject to the liabilities of Section 18 of the Securities Exchange Act of 1934, as amended (the 'Act').

The furnishing of any such material shall not constitute an admission for any purpose that the Company is subject to the Act.

Sincerely,

Tracey Bigmore

Manager, Company Secretariat

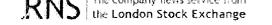
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Enclosure

Registered Office as above Registered in England No 286773 k:\Tracey/SEC Filing Letter



Full Text Announcement

Company TIDM

Headline Released

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Morgan Crucible Co PLC MGCR Holding(s) in Company 16:30 16 Aug 2002

ISSUER The Morgan Crucible Company plc

FILE NO.

82-3387

NOTIFICATION OF CHANGE IN INTERESTS IN SHARES

The Morgan Crucible Company plc (the "Company") received notice on 16th August 2002 that, in accordance with Sections 198-202 of the Companies Act 1985, Deutsche Bank AG and its subsidiary companies no longer have a notifiable interest in the Company's Ordinary Shares of 25 pence each.

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ISSUER

The Morgan Crucible Company plc

FILE NO. 82-3387

Company TIDM Headline Released

Number

Morgan Crucible Co PLC MGCR Holding(s) in Company 16:35 16 Aug 2002 0951A

SCHEDULE 10

NOTIFICATION OF MAJOR INTERESTS IN SHARES

- 1) Name of company:
 The Morgan Crucible Company plc
- Name of shareholder having a major interest: Classic Fund Management A.G.
- 3) Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18:

 Beneficial and non-beneficial interest of the shareholder named in 2 and its subsidiaries.
- Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them: Classic Global Equity Fund 8,031,553 shares; Classic Leveraged Equity Fund 138,935 shares.
- 5) Number of shares/amount of stock acquired: N/A
- 6) Percentage of issued class: N/A
- 7) Number of shares/amount of stock disposed: N/A
- 8) Percentage of issued class: N/A
- 9) Class of Security: Ordinary shares of 25p
- 10) Date of Transaction:
 Not known
- 11) Date company informed:
 By e mail received 16/8/02
- 12) Total holding following this notification: 8,170,488
- 13) Total percentage holding of issued class following this notification: 3.52%

- ▶14) Any additional information: Not known
 - 15) Name of contact and telephone number for queries: Mr D.J. Coker, Company Secretary tel. 01753 837222
 - 16) Name and signature of authorised company official responsible for making this notification:
 Mr D.J. Coker
 - 17) Date of notification: 16th August 2002

END



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